

P 96000093099

St James Ventures, Inc.
C/O Alex Hern
PMB #52
533 S Howard Avenue #8
Tampa, FL 33606

Please find enclosed Amendments to the Articles of Incorporation of the above named organization. I have enclosed a check in the amount of \$35.00 for the required filing fee. Please mail to the address above.

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99 JUN 10 AM 8:37
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
ST JAMES VENTURES, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned Florida profit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

NAME CHANGE

OLD NAME: ST JAMES VENTURES, INC.

NEW NAME: ACQUISITION VENTURES USA, INC.

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SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

THIRD: The date of adoption of the amendment(s) was: JUNE 1, 1999

FOURTH: Adoption of Amendment(s) (CHECK ONE)

The amendment(s) was (were) adopted by the shareholders .The number of votes cast for the amendment(s) were sufficient for approval.

The amendment(s) was (were) approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was (were) sufficient for approval by 100%"

The amendment(s) was (were) adopted by the board of directors without shareholder action and shareholder action is not required.

The amendment(s) was (were) adopted by the incorporators without shareholder action and shareholder action was not required.

Signed the day 1st of JUNE, 1999

Signature

[Signature]
(By the chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a Director if adopted by the Directors)

OR

(By an incorporator if adopted by the incorporators)

Alex F. Aern

Typed or Printed Name

Director

Title